Independent Auditor's Report

To

The Unitholders of Brookfield India Real Estate Trust

REPORT ON THE AUDIT OF STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying standalone financial statements of Brookfield India Real Estate Trust (the "REIT"), which comprise the Standalone Balance Sheet as at 31 March 2024, the Standalone Statement of Profit and Loss (including Other Comprehensive Income) for the year ended 31 March 2024, the Standalone Statement of Cash Flows for the year ended 31 March 2024, the Standalone Statement of Changes in Unitholders' Equity for the year ended 31 March 2024, the Standalone Statement of Net Assets at fair value as at 31 March 2024, the Standalone Statement of Total Return at fair value for the year ended 31 March 2024 and the Statement of Net Distributable Cash Flow for the year ended 31 March 2024 as an additional disclosure in accordance with Paragraph 4.6 of Securities Exchange Board of India (SEBI) Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023 along with summary of the material accounting policies and select explanatory notes (together hereinafter referred as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder read with Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023 (the "REIT regulations") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended), and other accounting principles generally accepted in India, to the extent not inconsistent with the REIT Regulations, of the state of affairs of the REIT as at 31 March 2024, and its profit including other comprehensive income, cash flows, changes in unitholders' equity for the year ended 31 March 2024, net assets at fair value as at 31 March 2024, its total return at fair value for the year ended 31 March 2024 and Statement of Net Distributable Cash Flow for the year ended 31 March 2024 and other information of the REIT.

BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"), issued by Institute of Chartered Accountants of India (the "ICAI"). Our responsibilities under those Standards are further described in the 'Auditor's Responsibility for the Audit of the Standalone Financial Statements' section of our report. We are independent of the REIT in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

EMPHASIS OF MATTER

We draw attention to Note 9(a)(i) of the standalone financial statements, which describes the presentation of "Unit Capital" as "Equity" to comply with REIT Regulations. Our opinion is not modified in respect of this matter.

KEY AUDIT MATTER

Key audit matter is the matter that, in our professional judgment, was of most significance in our audit of the standalone financial statements of the current period. This matter was addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key Audit Matter	Auditor's Response
Fair value of Investment in subsidiaries: In accordance with REIT Regulations, the REIT discloses Statement of Net Assets at Fair Value and Statement of Total Return at Fair Value, which requires fair valuation of assets and liabilities. As at 31 March 2024, fair value of total assets was ₹ 153,510.37 million; out of which fair value of investment in subsidiaries is ₹ 151,092.22 million representing 98.4% of the fair value of total assets. The fair value of investments in subsidiaries is primarily determined basis the fair value of the underlying investment property as at 31 March 2024 recorded in the books of accounts of its subsidiaries. The fair value of investment property is determined by an independent external valuer using discounted cash flow method. While there are several assumptions that are required to determine the fair value of investment property; assumptions with the highest degree of estimate, subjectivity and impact on fair values are forecasted market rent, terminal capitalization rate and discount rate. Auditing these assumptions required a high degree of auditor judgement as the estimates made by the independent external valuer contains significant measurement uncertainty. Refer Standalone Statement of Net Assets at Fair Value and Standalone Statement of Total Return at Fair Value in the standalone financial statements.	**Principal audit procedures performed:** Our audit procedures related to the forecasted market rent, terminal capitalization rates and discount rate used to determine the fair value of investment property included the following, among others: ▪ We obtained the independent valuer's valuation reports and reviewed the source of information used by the independent valuer in determining these assumptions by comparing the source of information amongst other to market survey performed by property consultant and recent market transaction for comparable properties. ▪ We tested the reasonableness of inputs, shared by management with the independent valuer, by comparing it to source information used in preparing the inputs such as rent rolls (leasing activities of REIT). ▪ We evaluated the reasonableness of management's forecasted market rent by comparing it with sample of lease agreements for ongoing rentals, contractual lease escalations and other market information, as applicable. ▪ With the assistance of our fair valuation specialist, we evaluated the reasonableness of forecasted market rent, terminal capitalization rates and discount rate by comparing it with market information such as recent market transactions for comparable properties, discount rate used by other listed REITs for comparable properties, market surveys by property consultants and non-binding broker quotes, as applicable.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- Brookprop Management Services Private Limited (the "Manager") acting in its capacity as an Manager of REIT is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements, consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.
- Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE STANDALONE FINANCIAL STATEMENTS

The Board of Directors of the Manager (the "Board") is responsible for the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in unitholder's equity, net asset at fair value, total return at fair value, Net Distributable Cash Flow and other financial information of the REIT in the conformity with the REIT Regulations, the Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with REIT Regulations. This responsibility also includes maintenance of adequate accounting records for safeguarding the assets of the REIT and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of the Manager is responsible for assessing the REIT's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board either intends to liquidate the REIT or to cease operations, or has no realistic alternative but to do so.

The Board is also responsible for overseeing the financial reporting process of REIT.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the such internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management of the Manager.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the REIT's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the REIT to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Based on our audit and as required by REIT regulations, we report that:

a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows, the Statement of Changes in Unitholders' Equity, the Statement of Net Assets at fair value, the Statement of Total Return at fair value and the Statement of Net Distributable Cash Flow dealt with by this Report are in agreement with the relevant books of account of REIT.

c) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rule, 2015 (as amended), and other accounting principles generally accepted in India, to the extent not inconsistent with REIT Regulations.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Reg. No. 015125N)

Anand Subramanian
(Partner)
(Membership No. 110815)
(UDIN: 24110815BKFIEE2480)

Place: Bengaluru
Date: 15 May 2024

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

STANDALONE BALANCE SHEET

Particulars	Note	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
ASSETS			
Non-Current assets			
Financial assets			
- Investments	3	95,373.16	63,322.85
- Loans	4	19,053.69	22,319.50
Non-current tax assets (net)	5	1.17	-
Total non-current assets		**114,428.02**	**85,642.35**
Current assets			
Financial assets			
- Cash and cash equivalents	6	2,392.89	1,682.79
- Other financial assets	7	443.93	547.24
Other current assets	8	20.58	156.12
Total current assets		**2,857.40**	**2,386.15**
TOTAL ASSETS		**117,285.42**	**88,028.50**
EQUITY AND LIABILITIES			
Equity			
Unit Capital	9	109,101.43	86,556.65
Other equity	10	714.41	1,283.93
Total equity		**109,815.84**	**87,840.58**
LIABILITIES			
Non current liabilities			
Deferred tax liabilities	11	25.60	112.71
Total non-current liabilities		**25.60**	**112.71**
Current liabilities			
Financial liabilities			
- Borrowings	12	7,284.87	-
- Trade payables	13		
total outstanding dues of micro enterprises and small enterprises		0.28	0.12
total outstanding dues of creditors other than micro enterprises and small enterprises		50.97	40.88
- Other financial liabilities	14	102.81	26.28
Other current liabilities	15	5.05	7.93
Total current liabilities		**7,443.98**	**75.21**
Total liabilities		**7,469.58**	**187.92**
TOTAL EQUITY AND LIABILITIES		**117,285.42**	**88,028.50**
Material accounting policies	2		

The accompanying notes from 1 to 37 form an integral part of these Standalone Financial Statements.

As per our report of even date attached

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm Registration No.: 015125N

Anand Subramanian
Partner
Membership No: 110815
Place: Bengaluru
Date: 15 May 2024

For and on behalf of the Board of Directors of
Brookprop Management Services Private Limited
(as Manager to the Brookfield India REIT)

Ankur Gupta
Director
DIN No. 08687570
Place: Mumbai
Date: 15 May 2024

Alok Aggarwal
CEO and Managing Director
DIN No. 00009964
Place: New Delhi
Date: 15 May 2024

Amit Jain
Chief Financial Officer
Place: New Delhi
Date: 15 May 2024

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

STANDALONE STATEMENT OF PROFIT AND LOSS

Particulars	Note	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Income and gains			
Dividend		-	87.00
Interest	16	3,889.37	3,266.40
Other income	17	0.59	357.94
Total income		**3,889.96**	**3,711.34**
Expenses and losses			
Valuation expenses		20.26	12.56
Audit fees*		20.82	17.19
Investment management fees		90.92	80.11
Trustee fees		2.95	2.95
Legal and professional expense		39.95	26.98
Finance costs	18	344.79	-
Other expenses	19	401.15	52.96
Total expenses		**920.84**	**192.75**
Profit before tax		**2,969.12**	**3,518.59**
Tax expense:	20		
Current tax			
- for current period		72.29	18.39
- for earlier years		-	(0.59)
Deferred tax charge/ (credit)		(87.11)	112.71
Tax expense for the year		**(14.82)**	**130.51**
Profit for the year after tax		**2,983.94**	**3,388.08**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
- Remeasurement of defined benefit obligations		-	-
- Income tax related to items that will not be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		**2,983.94**	**3,388.08**
Earnings per unit	25		
Basic		7.40	10.11
Diluted		7.40	10.11
Material accounting policies	2		

* Refer note 19(a)

The accompanying notes from 1 to 37 form an integral part of these Standalone Financial Statements.

As per our report of even date attached

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm Registration No.: 015125N

Anand Subramanian
Partner
Membership No: 110815
Place: Bengaluru
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Date: 15 May 2024

Amit Jain
Chief Financial Officer
Place: New Delhi
Date: 15 May 2024

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

STANDALONE STATEMENT OF CASH FLOWS

Particulars	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Cash flows from operating activities :		
Profit before tax	2,969.12	3,518.59
Adjustments for :		
Dividend income	-	(87.00)
Interest income on loan to subsidiaries	(2,697.58)	(3,146.20)
Interest income on debentures	(362.57)	(77.17)
Interest income on non-convertible debentures	(660.09)	-
Interest income on deposits with banks	(169.13)	(41.79)
Finance costs	344.79	-
Loss/(Gain) on investment in Compulsory Convertible Debentures at fair value through profit or loss	373.94	(357.00)
Operating cash flows before working capital changes	**(201.52)**	**(190.57)**
Movements in working capital:		
Decrease/(Increase) in other current and non current assets	143.06	(126.74)
Decrease in current and non current financial assets -other	-	30.00
Increase/ (Decrease) in current financial liabilities - trade payables	9.66	9.28
(Decrease) in current and non current financial liabilities - others	(24.57)	(0.94)
Increase/(Decrease) in other current and non current liabilities	(3.04)	1.98
Cash (used in)/generated from operating activities	**(76.41)**	**(276.99)**
Income taxes (paid)/ refunds received (net)	(73.46)	(0.28)
Net cash generated (used) in operating activities (A)	**(149.87)**	**(277.27)**
Cash flows from investing activities :		
Loan to subsidiaries	(1,894.12)	(695.00)
Loan repaid by subsidiaries	5,159.92	4,267.00
Investment in equity shares of subsidiary, including directly attributable expenses	(12,984.05)	(11.52)
Investment in debentures issued by subsidiaries	(6,928.45)	-
Investment in non convertible debentures issued by subsidiaries	(8,870.00)	-
Repayment of Investment in non-convertible debentures issued by subsidiaries	440.00	-
Interest received on deposits with banks	166.18	41.57
Interest received on investment in debentures	362.57	77.17
Interest received on investment in non-convertible debentures	660.09	-
Interest received on loan to subsidiaries	2,803.84	3,244.90
Dividend received	-	87.00
Net cash generated from/(used) in investing activities (B)	**(21,084.02)**	**7,011.12**
Cash flows from financing activities :#		
Proceeds from issue of units	23,053.59	-
Proceeds from issue of commercial papers	6,948.95	-
Expense incurred towards institutional placement	(712.63)	-
Expense incurred towards preferential allotment	(1.41)	(4.00)
Finance cost paid	(12.33)	-
Distribution to unitholders	(7,332.18)	(6,802.19)
Net cash (used in)/ generated from financing activities (C)	**21,943.99**	**(6,806.19)**
Net (decrease)/increase in cash and cash equivalents (A+B+C)	**710.10**	**(72.34)**
Cash and cash equivalents at the beginning of the year	**1,682.79**	**1,755.13**
Cash and cash equivalents at the end of the year (refer note 6)	**2,392.89**	**1,682.79**
Components of cash and cash equivalents at the end of the year		
Balances with banks		
- in current account	14.89	1.29
- in deposit account	2,378.00	1,681.50
	2,392.89	**1,682.79**

Refer note 33 for changes in liabilities arising from financing activities.

1. The cash flow statement has been prepared in accordance with "Indirect Method" as set out in Indian Accounting Standard -7 : "Statement on Cash Flows".
2. The Trust has issued Units in exchange for investments in Kairos during the year ended 31 March 2024. The same has not been reflected in Standalone Statement of Cash Flows since these were non-cash transactions.

Material accounting policies (refer note 2)

The accompanying notes from 1 to 37 form an integral part of these Standalone Financial Statements.

As per our report of even date attached

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm Registration No.: 015125N

Anand Subramanian
Partner
Membership No: 110815
Place: Bengaluru
Date: 15 May 2024

For and on behalf of the Board of Directors of
Brookprop Management Services Private Limited
(as Manager to the Brookfield India REIT)

Ankur Gupta
Director
DIN No. 08687570
Place: Mumbai
Date: 15 May 2024

Alok Aggarwal
CEO and Managing Director
DIN No. 00009964
Place: New Delhi
Date: 15 May 2024

Amit Jain
Chief Financial Officer
Place: New Delhi
Date: 15 May 2024

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

STANDALONE STATEMENT OF CHANGES IN UNITHOLDER'S EQUITY

(A) UNIT CAPITAL

	Unit in Nos.	Amount
Balance as on 01 April 2022	**335,087,073**	**89,867.31**
Changes in unit capital during the previous year:		
Less: Distribution to Unitholders for the quarter ended 31 March 2022#	-	(720.44)
Less: Distribution to Unitholders for the quarter ended 30 June 2022#	-	(857.82)
Less: Distribution to Unitholders for the quarter ended 30 September 2022#	-	(861.17)
Less: Distribution to Unitholders for the quarter ended 31 December 2022#	-	(871.23)
Balance at the end of the previous reporting year 31 March 2023	**335,087,073**	**86,556.65**
Balance as on 01 April 2023	**335,087,073**	**86,556.65**
Changes in unit capital during the current period:		
Less: Distribution to Unitholders for the quarter ended 31 March 2023#	-	(891.33)
Less: Distribution to Unitholders for the quarter ended 30 June 2023#	-	(861.30)
Less: Distribution to Unitholders for the quarter ended 30 September 2023#	-	(939.64)
Less: Distribution to Unitholders for the quarter ended 31 December 2023#	-	(1,088.93)
Add: Units issued during the year (refer note 9)	103,998,149	27,053.59
Less: Issue expenses (refer note 9)	-	(727.61)
Balance at the end of the current reporting year 31 March 2024	**439,085,222**	**109,101.43**

(B) OTHER EQUITY

Particulars	Retained earnings
Balance as on 01 April 2022	**1,387.46**
Add: Profit for the year ended 31 March 2023	3,388.08
Add: Other comprehensive income for the year ended 31 March 2023	-
Add: Total Comprehensive Income for the previous year	**3,388.08**
Less: Distribution to Unitholders for the quarter ended 31 March 2022#	(988.51)
Less: Distribution to Unitholders for the quarter ended 30 June 2022#	(851.12)
Less: Distribution to Unitholders for the quarter ended 30 September 2022#	(847.77)
Less: Distribution to Unitholders for the quarter ended 31 December 2022#	(804.21)
Balance as at 31 March 2023	**1,283.93**
Balance as on 01 April 2023	**1,283.93**
Add: Profit for the year ended 31 March 2024	2,983.94
Add: Other comprehensive income for the year ended 31 March 2024	-
Add: Total Comprehensive Income for the current year	**2,983.94**
Less: Distribution to Unitholders for the quarter ended 31 March 2023#	(784.10)
Less: Distribution to Unitholders for the quarter ended 30 June 2023#	(780.29)
Less: Distribution to Unitholders for the quarter ended 30 September 2023#	(992.34)
Less: Distribution to Unitholders for the quarter ended 31 December 2023#	(996.73)
Balance as at 31 March 2024	**714.41**

#The distributions made by Trust to its Unitholders are based on the Net Distributable Cash flows (NDCF) of Brookfield India REIT under the REIT Regulations. (Refer foot note 1 of statement of Net Distributable Cash flows)

Material accounting policies (refer note 2)

The accompanying notes from 1 to 37 form an integral part of these Standalone Financial Statements.

As per our report of even date attached

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm Registration No.: 015125N

Anand Subramanian
Partner
Membership No: 110815
Place: Bengaluru
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Standalone Financial Statements

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NET DISTRIBUTABLE CASH FLOWS (NDCF) PURSUANT TO GUIDANCE UNDER PARAGRAPH 4.6 TO SEBI MASTER CIRCULAR NO. SEBI/HO/DDHS-POD-2/P/CIR/2023/116

Sr No.	Particulars	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
1	Cash flows received from Asset SPVs, CIOP/Operating Service Provider and any investment entity in the form of:		
	▪ Interest (net of applicable taxes, if any)	3,826.50	3,314.37
	▪ Dividends (net of applicable taxes, if any)	-	87.00
	▪ Repayment of Shareholder Debt (or debentures and other similar instruments)	5,599.92	4,267.00
	▪ Proceeds from buy-backs/ capital reduction/ redemptions (net of applicable taxes)	-	-
2	Add: Proceeds from sale, (transfer or liquidation or redemption or otherwise realization) of investments (including cash equivalents), assets or shares of/interest in Asset SPVs, or any form of fund raise at Brookfield REIT level, adjusted for the following:	30,002.54	-
	▪ Applicable capital gains and other taxes	-	-
	▪ Related debts settled or due to be settled from sale proceeds	-	-
	▪ Directly attributable transaction costs	(788.48)	-
	▪ Proceeds reinvested or planned to be reinvested as per REIT Regulations	(20,344.06)	-
	▪ Investment in shares or debentures or shareholder debt of Asset SPVs and/ or CIOP/ Operating Service Provider or other similar investments	(8,870.00)	-
	▪ Lending to Assets SPVs and/ or CIOP/ Operating Service Provider	-	-
3	Add: Proceeds from sale (transfer or liquidation or redemption or otherwise realization) of investments, assets or shares of/ interest in Asset SPVs not distributed pursuant to an earlier plan to re-invest as per REIT Regulations, if such proceeds are not intended to be invested subsequently.	-	-
4	Add: Any other income received at the Brookfield REIT level and not captured herein, or refund/ waiver/ cessation of any expenses/ liability.	166.78	43.74
5	Less: Any other expense (whether in the nature of revenue or capital expenditure) or any liability or other payouts required at the Brookfield REIT level, and not captured herein.	(209.61)	(192.75)
6	Less: Any payment of fees, including but not limited to:		
	▪ Trustee fees	(2.95)	(2.95)
	▪ REIT Management Fees	(86.52)	(78.74)
	▪ Valuer fees	(18.84)	(10.07)
	▪ Legal and professional fees	(40.96)	(26.46)
	▪ Trademark license fees	-	-
	▪ Secondment fees	-	-
7	Add: Cash flow received from Asset SPV and investment entity, if any including to the extent not covered above:		
	▪ repayment of the debt in case of investments by way of debt	-	-
	▪ proceeds from buy-backs/ capital reduction	-	-
8	Add/ (Less): Debt drawdown/ (payment) of interest and repayment on external debt (including any loans, bonds, debentures or other form of debt funding) at the Brookfield REIT level.	-	-
9	Less: Income tax and other taxes (if applicable) at the Standalone Brookfield REIT level (net of any tax refunds).	(73.46)	7.42
10	Add/(Less): Cash inflows and outflows in relation to any real estate properties held directly by the Brookfield REIT, to the extent not covered above (if any).	-	-
11	Add/(Less): Other adjustments, including but not limited to net changes in security deposits, working capital, etc.	(1,455.66)	(622.45)
	NDCF	**7,705.20**	**6,786.11**

a) The difference between SPV level NDCF and REIT level NDCF is primarily on account of utilization of opening cash at the SPV level for the year ended 31 March 2024.

b) The difference between REIT level NDCF and distributions to unitholders for the year ended 31 March 2024 is on account of utilization of surplus NDCF post distribution to unitholders till 30 September 2023.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes:

1 The Board of Directors of the Manager to the Trust, in their meeting held on 15 May 2024, have declared distribution to Unitholders of ₹ 4.75 per unit which aggregates to ₹ 2,085.66 million for the quarter ended 31 March 2024. The distributions of ₹ 4.75 per unit comprises ₹ 2.18 per unit in the form of interest payment on shareholder loan, CCD's and NCD's, ₹ 2.51 per unit in the form of repayment of SPV debt and NCD and the balance ₹ 0.06 per unit in the form of interest on fixed deposit.

Along with distribution of ₹ 5,659.24 million/ ₹ 13.00 per unit for the nine months ended 31 December 2023, the cumulative distribution for the year ended 31 March 2024 aggregates to ₹ 7,744.90 million/ ₹ 17.75 per unit.

2 NDCF for the year ended 31 March 2024 is computed in accordance with the NDCF framework under the Distribution Policy as approved in the Offer Document.

Material accounting policies (refer note 2)

The accompanying notes from 1 to 37 form an integral part of these Standalone Financial Statements.

As per our report of even date attached

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm Registration No.: 015125N

Anand Subramanian
Partner
Membership No: 110815
Place: Bengaluru
Date: 15 May 2024

For and on behalf of the Board of Directors of
Brookprop Management Services Private Limited
(as Manager to the Brookfield India REIT)

Ankur Gupta
Director
DIN No. 08687570
Place: Mumbai
Date: 15 May 2024

Alok Aggarwal
CEO and Managing Director
DIN No. 00009964
Place: New Delhi
Date: 15 May 2024

Amit Jain
Chief Financial Officer
Place: New Delhi
Date: 15 May 2024

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

A STANDALONE STATEMENT OF NET ASSETS AT FAIR VALUE

S. No	Particulars	As at 31 March 2024 (Audited)		As at 31 March 2023 (Audited)	
		Book Value	Fair value	Book Value	Fair value
A	Assets	117,285.42	153,510.37	88,028.50	111,700.82
B	Liabilities	(7,469.58)	(7,469.58)	(187.92)	(187.92)
C	**Net Assets (A-B)**	**109,815.84**	**146,040.79**	**87,840.58**	**111,512.90**
D	No. of units	439,085,222	439,085,222	335,087,073	335,087,073
E	**NAV per unit (C/D)**	**250.10**	**332.60**	**262.14**	**332.79**

1 Measurement of fair values

The fair value of investments in SPVs is primarily determined basis the fair value of the underlying investment property, along with fair value of other assets and liabilities of the respective SPV's as at 31 March 2024 and 31 March 2023. The fair value of investment properties and investment property under development has been determined by independent external registered property valuer, having appropriately recognized professional qualifications and recent experience in the location and category of the properties being valued.

Valuation technique

The fair value measurement of the investment properties and investment property under development has been categorized as a Level 3 fair value based on the inputs to the valuation technique used.
The valuers have followed a discounted cash flow method. The discounted cash flow method considers the present value of net cash flows to be generated from the respective properties, taking into account the expected rental growth rate, vacancy period, occupancy rate, average sq. ft. rent and lease incentive costs. The expected net cash flows are discounted using the risk adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality, lease terms and investors expected return.

2 Break up of Net asset value

Particulars	As at 31 March 2024	As at 31 March 2023
Fair value of investments in SPVs	151,092.22	109,861.35
Add: Other assets	2,418.15	1,839.47
Less: Liabilities	(7,469.58)	(187.92)
Net Assets	**146,040.79**	**111,512.90**

3 The Trust holds investment in SPVs which in turn hold the properties. Hence, the breakup of property wise fair values has been disclosed in the Consolidated Financial Statements.

Material accounting policies (refer note 2)

The accompanying notes from 1 to 37 form an integral part of these Standalone Financial Statements.

As per our report of even date attached
For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm Registration No.: 015125N

Anand Subramanian
Partner
Membership No: 110815
Place: Bengaluru
Date: 15 May 2024

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DIN No. 00009964
Place: New Delhi
Date: 15 May 2024

Amit Jain
Chief Financial Officer
Place: New Delhi
Date: 15 May 2024

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

B. STANDALONE STATEMENT OF TOTAL RETURN AT FAIR VALUE

S. No	Particulars	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
A	Total comprehensive Income	2,983.94	3,388.08
B	Add: Changes in fair value not recognized in the other comprehensive income	10,287.72	2,184.50
C	**(A+B) Total Return**	**13,271.66**	**5,572.58**

Brookfield India REIT acquired investments in SPVs on 8 February 2021, 24 January 2022, 18 August 2023 and 28 August 2023 as fully described in Note 1. The changes in fair value for the year ended 31 March 2024 and 31 March 2023 has been computed based on the changes in fair value of the underlying assets and liabilities of SPVs (including investment properties and investment property under development) as at 31 March 2024 and 31 March 2023 as compared with the values as at 31 March 2023 and 31 March 2022 respectively, after adjusting changes in book value of assets and liabilities between these dates. The fair values of the investment properties and investment property under development as at 31 March 2024, 31 March 2023 and 31 March 2022 are solely based on the valuation report of the independent registered valuer appointed under the REIT Regulations.

Material accounting policies (refer note 2)

The accompanying notes from 1 to 37 form an integral part of these Standalone Financial Statements.

As per our report of even date attached
For **DELOITTE HASKINS & SELLS**
Chartered Accountants
Firm Registration No.: 015125N

Anand Subramanian
Partner
Membership No: 110815
Place: Bengaluru
Date: 15 May 2024

For and on behalf of the Board of Directors of
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Date: 15 May 2024

Amit Jain
Chief Financial Officer
Place: New Delhi
Date: 15 May 2024

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

1 TRUST INFORMATION

Brookprop Management Services Private Limited (the 'Settlor') has set up the Brookfield India Real Estate Trust (Brookfield India REIT/Trust) on 17 July 2020 as an irrevocable trust, pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882 and the Trust has been registered with SEBI as a Real Estate Investment Trust on 14 September 2020 under Regulation 6 of the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014. The Trustee to Brookfield India Real Estate Trust is Axis Trustee Services Limited (the 'Trustee') and the Manager for Brookfield India Real Estate Trust is Brookprop Management Services Private Limited (the 'Manager').

The objectives of Brookfield India REIT is to undertake activities in accordance with the provisions of the SEBI REIT Regulations and the Trust Deed. The principal activity of Brookfield India REIT is to own and invest in rent or income generating real estate and related assets in India with the objective of producing stable and sustainable distributions to Unitholders.

Brookfield India REIT acquired the following Special Purpose Vehicles ('SPVs') by acquiring all the equity interest held by the Sponsor and certain members of Sponsor Group (refer note 28) on 08 February 2021. In exchange for these equity interests, the above shareholders were allotted 164,619,801 Units valued at ₹ 275/- each.

Brookfield India REIT went public as per its plan for Initial Public Offer of Units after obtaining the required approvals from the relevant authorities. The Units were allotted to the successful applicants on 08 February 2021 and 11 February 2021.

All these Units were subsequently listed on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) on 16 February 2021.

The brief activities and shareholding pattern of the SPVs are provided below:

Name of SPV	Activities	Shareholding up to 07 February 2021 (in percentage)	Shareholding from 08 February 2021 (in percentage)
Shantiniketan Properties Private Limited ('SPPL Noida')	Developing and leasing of commercial real estate property in India, primarily in IT/ITeS sector in Sector 62, Noida, Uttar Pradesh.	BSREP India Office Holdings Pte. Ltd.: 100% BSREP Moon C1 L.P.: 0.00% (10 Shares)	Brookfield India REIT : 100% Candor India Office Parks Private Limited : 0.00% (1 share) (as nominee of Brookfield India REIT)
Candor Kolkata One Hi-Tech Structures Private Limited ('Candor Kolkata')	Developing and leasing of commercial real estate property in India, primarily in IT/ITeS Special Economic Zone (SEZ) in New Town, Rajarhat, Kolkata and Sector 21, Dundahera Gurugram.	BSREP India Office Holdings V Pte. Ltd.: 99.97% BSREP India Office Holdings Pte. Ltd.: 0.03%	Brookfield India REIT : 100% Candor India Office Parks Private Limited : 0.00% (1 share) (as nominee of Brookfield India REIT)
Candor India Office Parks Private Limited ('CIOP')	Providing management related service including facilities management service and property management services.	"BSREP Moon C1 L.P.: 99.99% BSREP Moon C2 L.P. : 0.01%"	Brookfield India REIT : 100% Candor Kolkata One Hi-Tech Structures Private Limited : 0.00% (1 share) (as nominee of Brookfield India REIT)
Festus Properties Private Limited ('Festus')	Developing and leasing of commercial real estate property in India, primarily in IT/ITeS Special Economic Zone (SEZ) in Powai, Mumbai.	Kairos Property Managers Pvt. Ltd.:10.76% BSREP II India Office Holdings II Pte. Ltd.:89.24%	Brookfield India REIT : 100% Candor India Office Parks Private Limited : 0.00% (1 share) (as nominee of Brookfield India REIT)

During the year ended 31 March 2022, Brookfield India REIT acquired the following Special Purpose Vehicle ('SPV') by acquiring all the equity interest held by certain members of Sponsor Group (refer note 28) on 24 January 2022. In exchange for these equity interests, the above shareholders have been paid cash of ₹ 8,334.57 million and allotted 15,463,616 Units of Brookfield India REIT valued at ₹ 294.25 each. These Units were subsequently listed on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE) on 01 February 2022.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Name of SPV	Activities	Shareholding up to 23 January 2022 (in percentage)	Shareholding from 24 January 2022 (in percentage)
Seaview Developers Private Limited ('SDPL Noida')	Developing and leasing of commercial real estate property in India, primarily in IT/ITeS Special Economic Zone (SEZ) in Sector 135, Noida, Uttar Pradesh.	BSREP India Office Holding IV Pte. Ltd.: 99.96% BSREP India Office Holdings Pte. Ltd.: 0.04%	Brookfield India REIT : 100% Candor India Office Parks Private Limited : 0.00% (1 share) (as nominee of Brookfield India REIT)

Activities during the year ended 31 March 2024:

Brookfield India REIT acquired controlling stake in Candor Gurgaon One Realty Projects Private Limited ("Candor Gurgaon 1"/"G1") and Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited) ("Kairos"/"Downtown Powai") by acquiring 50% equity interest from certain members of Sponsor Group (refer note 28) on 18 August 2023 and 28 August 2023 respectively. The purchase consideration for acquiring 50% stake in Candor Gurgaon 1 was discharged by paying cash of ₹ 4,533.04 million. The purchase consideration for acquiring 50% stake in Kairos was discharged by allotting 12,696,800 number of Units at ₹ 315.04 per Unit, aggregating to ₹ 4,000 million, and cash consideration of ₹ 8,277.70 million thereby resulting in a total consideration of ₹ 12,277.70 million. These Units were subsequently listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) on 31 August 2023.

Name of SPV	Activities	Shareholding up to 17 August 2023 (in percentage)	Shareholding from 18 August 2023 (in percentage)
Candor Gurgaon One Realty Projects Private Limited ("Candor Gurgaon 1"/"G1")	Developing and leasing of commercial real estate property in India, primarily in IT/ITeS Special Economic Zone (SEZ) in Sector 48, Gurugram, Haryana.	BSREP India Office Holdings II Pte. Ltd.: 99.94% BSREP India Office Holdings Pte. Ltd.: 0.06%	Brookfield India REIT : 50% Reco Cerium Private Limited : 50%

Name of SPV	Activities	Shareholding up to 27 August 2023 (in percentage)	Shareholding from 28 August 2023 (in percentage)
Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited) ("Kairos"/"Downtown Powai")	Developing and leasing of commercial real estate property in India, primarily in Powai, Mumbai, Maharashtra.	Project Diamond Holdings (DIFC) Limited: 99.99% Project Cotton Holdings One (DIFC) Limited: 0.001%	Brookfield India REIT : 50% Reco Europium Private Limited : 50%

2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation of Standalone financial statements

The Standalone Financial Statements (Standalone Financial Statements) of Brookfield India REIT comprises:

- the Standalone Balance Sheet,
- the Standalone Statement of Profit and Loss (including other comprehensive income),
- the Standalone Statement of Cash Flows,
- the Standalone Statement of Changes in Unitholders' Equity,
- a summary of material accounting policies and other explanatory information.

Additionally, it includes the Statement of Net Assets at Fair Value, the Statement of Total Returns at Fair Value, the Statement of Net Distributable Cash Flow of Brookfield India REIT and other additional financial disclosures as required under the SEBI (Real Estate Investment Trusts) Regulations, 2014. The Standalone Financial Statements were authorized for issue in accordance with resolutions passed by the Board of Directors of the Manager on behalf of the Brookfield India REIT on 15 May 2024. The Standalone Financial Statements have been prepared in accordance with the requirements of SEBI (Real Estate Investment Trusts) Regulations, 2014, as amended from time to time read with the Paragraph 4.6 to SEBI master circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 ("REIT Regulations"); Indian Accounting Standard (Ind AS), as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS') to

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

the extent not inconsistent with the REIT Regulations (refer note 9(a) on presentation of "Unit Capital" as "Equity" instead of compound instruments under Ind AS 32 – Financial Instruments: Presentation), read with relevant rules issued thereunder and other accounting principles generally accepted in India.

The Standalone Financial Statements are presented in Indian Rupees in Millions, except when otherwise indicated.

Statement of compliance to Ind AS:
These Standalone financial statements for the year ended 31 March 2023 have been prepared in accordance with Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 ('Ind AS'), to the extent not inconsistent with the REIT regulations as more fully described above and in Note 10(a)(i) to the Standalone financial statements.

2.2 Material accounting policies

a) Functional and presentation currency

The Standalone Financial Statements are presented in Indian rupees, which is Brookfield India REIT's functional currency and the currency of the primary economic environment in which Brookfield India REIT operates. All financial information presented in Indian rupees has been rounded off to nearest million except unit and per unit data.

b) Basis of measurement

The Standalone Financial Statements have been prepared on historical cost basis except for certain financial instruments measured at fair value at the end of each reporting period as explained in the accounting policies below.

The Standalone Financial Statements have been prepared on a going concern basis.

c) Use of judgments and estimates

The preparation of Standalone Financial Statements in conformity with generally accepted accounting principles in India (Ind AS), to the extent not inconsistent with the REIT regulations, requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses. Actual results could differ from those estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the Standalone Financial Statements is included in the following notes:

(i) Presentation of "Unit Capital" as "Equity" in accordance with the REIT Regulations instead of compound instrument (Note 9)

(ii) Impairment of investments and loans in subsidiaries

(iii) Fair valuation and disclosures

SEBI Circulars issued under the REIT Regulations require disclosures relating to net assets at fair value and total returns at fair value. (Refer Statement of net assets at fair value and Statement of total returns at fair value for details).

d) Current versus non-current classification

Brookfield India REIT presents assets and liabilities in the Standalone Balance Sheet based on current/ non-current classification:

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the normal operating cycle.
- it is held primarily for the purpose of being traded;
- it is expected to be realized within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Brookfield India REIT classifies all other assets as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in normal operating cycle of Brookfield India REIT;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or

Standalone Financial Statements
(All amounts are in Rupees millions unless otherwise stated)
Notes to the Standalone Financial Statements

- the Brookfield India REIT does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Brookfield India REIT classifies all other liabilities as non-current.

Current assets/liabilities include current portion of non-current financial assets/ liabilities respectively. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

e) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, Brookfield India REIT takes into account the characteristics of the asset or liability and how market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

Inputs to fair value measurement techniques are disaggregated into three hierarchical levels, which are directly based on the degree to which inputs to fair value measurement techniques are observable by market participants:

- Level 1: Inputs are unadjusted, quoted prices in active markets for identical assets or liabilities at the measurement date.
- Level 2: Inputs (other than quoted prices included in Level 1) are either directly or indirectly observable for the asset or liability through correlation with market data at the measurement date and for the duration of the asset's or liability's anticipated life.
- Level 3: Inputs are unobservable and reflect management's best estimate of what market participants would use in pricing the asset or liability at the measurement date. Consideration is given to the risk inherent in the valuation technique and the risk inherent in the inputs in determining the estimate.

Fair value measurement framework is adopted by Brookfield India REIT to determine the fair value of various assets and liabilities measured or disclosed at fair value.

f) Impairment of non-financial assets

Brookfield India REIT assesses, at each reporting date, whether there is an indication that a non-financial asset other than deferred tax assets may be impaired. If any indication exists, or when annual impairment testing for an asset is required, Brookfield India REIT estimates the asset's recoverable amount. Goodwill is tested annually for impairment.

An impairment loss is recognized in the Standalone Statement of Profit and Loss if the carrying amount of an asset or its cash-generating unit (CGU) exceeds its recoverable amount. Impairment loss recognized in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU on a pro rata basis. A CGU is the smallest identifiable asset group that generates cash flows that are largely independent from other assets and groups.

Impairment losses are recognized in the Standalone Statement of Profit and Loss, unless it reverses previous revaluation credited to equity, in which case it is charged to equity.

Goodwill (if any) arising from a business combination is allocated to CGUs or group of CGUs that are expected to benefit from the synergies of the combination.

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. In estimating value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGU.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

recoverable amount. An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets, such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognized.

g) Investment in SPV's

The Trust has elected to recognize its investments in SPVs at cost in accordance with the option available in Ind AS 27, 'Separate Financial Statements.'

The details of such investment are given in note 3.

Assets representing investments in SPVs are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable, such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

h) Foreign currency transactions

Items included in the financial statements of the Brookfield India REIT are measured using the currency of the primary economic environment in which the Brookfield India REIT operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Brookfield India REIT functional and presentation currency.

Foreign currency transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains or losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at reporting period end exchange rates are generally recognized in the Statement of profit and loss.

i) Errors, estimates and change in accounting policy

The Brookfield India REIT revises its accounting policies if the change is required due to a change in Ind AS or if the change will provide more relevant and reliable information to the users of the Standalone Financial Statements. Changes in accounting policies are applied retrospectively, wherever applicable.

A change in an accounting estimate that results in changes in the carrying amounts of recognised assets or liabilities or to profit or loss is applied prospectively in the period(s) of change. Discovery of errors results in revisions retrospectively by restating the comparative amounts of assets, liabilities and equity of the earliest prior period in which the error is discovered. The opening balances of the earliest period presented are also restated.

j) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Financial Assets - Recognition

All financial assets are recognized initially at fair value (except for trade receivables which are initially measured at transaction price) plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Classification and subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- **Debt instruments at amortized cost**

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in interest income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss.

- **Debt instruments at fair value through other comprehensive income (FVOCI)**

A 'debt instrument' is classified as at the FVOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, interest income, impairment losses and reversals and foreign exchange gain or loss is recognized in statement of profit and loss. On derecognition of the asset, cumulative gains or losses previously recognized in OCI is reclassified from the equity to statement of profit and loss. Interest earned whilst holding FVOCI debt instrument is reported as interest income using the EIR method.

- **Debt instruments at fair value through profit or loss (FVTPL)**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVOCI, is classified as at FVTPL.

In addition, the Brookfield India REIT may elect to designate a debt instrument, which otherwise meets amortized cost or FVOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Brookfield India REIT has not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in Statement of profit or loss.

- **Equity instruments measured at fair value through other comprehensive income (FVOCI)**

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Brookfield India REIT may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Brookfield India REIT makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Brookfield India REIT decides to classify an equity instrument as at FVOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Brookfield India REIT may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in Statement of profit and loss.

(ii) Financial Assets - Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e., removed from the Brookfield India REIT balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Brookfield India REIT has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Brookfield India REIT has transferred substantially all the risks and rewards of the asset, or (b) the Brookfield India REIT has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

(iii) Impairment of financial assets

Brookfield India REIT recognizes loss allowance using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component and lease receivables is measured at an amount equal to lifetime ECL. For all financial assets with contractual cash flows other than trade receivable and lease receivables, ECLs are measured at an amount equal to the 12-month ECL, unless there has been a significant increase

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of ECLs (or reversal) that is required to adjust the loss allowance at the reporting date, is recognized as an impairment gain or loss in the Statement of Profit and Loss.

Trade Receivables are generally written off against the allowance only after all means of collection have been exhausted and the potential for recovery is considered remote.

(iv) Financial liabilities – Recognition and Subsequent measurement

Brookfield India REIT financial liabilities are initially measured at fair value less any attributable transaction costs. Subsequent to initial measurement, these are measured at amortized cost using the effective interest rate ('EIR') method or at fair value through profit or loss (FVTPL).

Brookfield India REIT financial liabilities include trade and other payables, Loans and borrowings including bank overdrafts.

The measurement of financial liabilities depends on their classification, as described below:

- **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through Statement of profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through Statement of profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Brookfield India REIT that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in Statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through Statement of profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains or losses are not subsequently transferred to statement of profit and loss. However, the Brookfield India REIT may transfer the cumulative gains or losses within equity. All other changes in fair value of such liability are recognized in Statement of profit and loss. The Brookfield India REIT has not designated any financial liability as at fair value through profit or loss.

- **Financial liabilities at amortized cost**

Financial liabilities that are not held for trading, or designated as at FVTPL, are measured subsequently at amortized cost using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortized cost of a financial liability.

(v) Financial liabilities - Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in the Statement of profit and loss as other gains/(losses).

(vi) Income/loss recognition

- **Interest income**

Interest income from debt instruments is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. While calculating the effective interest rate, the Brookfield India REIT estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

k) Leases

At inception of a contract, the Brookfield India REIT assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Brookfield India REIT assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Brookfield India REIT has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Brookfield India REIT has the right to direct the use of the asset. The Brookfield India REIT has this right when it has the decision making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Brookfield India REIT has the right to direct the use of the asset if either:
  - o the Brookfield India REIT has the right to operate the asset; or
  - o the Brookfield India REIT designed the asset in a way that predetermines how and for what purpose it will be used.

As a lessee

The Brookfield India REIT recognizes a right-of-use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Brookfield India REIT incremental borrowing rate. Generally, the Brookfield India REIT uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Brookfield India REIT is reasonably certain to exercise, lease payments in an optional renewal period if the Brookfield India REIT is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Brookfield India REIT is reasonably certain not to terminate early.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Brookfield India REIT's estimate of the amount expected to be payable under a residual value guarantee, or if the Brookfield India REIT changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Brookfield India REIT presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities (current and non-current) in the statement of financial position.

The Brookfield India REIT has elected not to recognize right-of-use assets and lease liabilities for short-term leases of machinery that have a lease term of 12 months or less and leases of low-value assets. The Brookfield India REIT recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a Lessor

The Brookfield India REIT enters into lease agreements as a lessor with respect to its investment properties.

Leases for which the Brookfield India REIT is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Brookfield India REIT is an intermediate lessor, it accounts for the head lease and the sub-lease as two separate contracts. The sub-lease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term.

Amounts due from lessees under finance leases are recognized as receivables at the amount of the Brookfield India REIT's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Brookfield India REIT's net investment outstanding in respect of the leases.

When a contract includes both lease and non-lease components, the Brookfield India REIT applies Ind AS 115 to allocate the consideration under the contract to each component.

l) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. This inter alia involves discounting of the consideration due to the present value if payment extends beyond normal credit terms.

Revenue is recognised when recovery of the consideration is probable and the amount of revenue can be measured reliably.

Recognition of dividend income, interest income

Dividend income is recognised in profit or loss on the date on which the Brookfield India REIT's right to receive payment is established.

Interest income is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset. In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit impaired). However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

m) Taxation

Income tax expense comprises current and deferred tax. It is recognized in Statement of profit and loss except to the extent that it relates to items recognized directly in equity or other comprehensive

02-39 WHO WE ARE | 40-49 INDUSTRY OUTLOOK | 50-97 OUR PROPERTIES | 98-151 ESG AT A GLANCE | 152-155 OUR INVESTOR RELATIONS | 156-240 STATUTORY DISCLOSURE | 241-410 FINANCIAL STATEMENTS

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

income, in which case it is recognized in equity or in other comprehensive income.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- Temporary differences arising on the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- Temporary differences related to investments in subsidiaries, associates, and joint arrangements to the extent that the Brookfield India REIT is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- Taxable temporary differences arising on initial recognition of goodwill.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, Brookfield India REIT recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets—unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised. Further, no deferred tax asset/liabilities are recognized in respect of temporary differences that reverse within tax holiday period.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted at the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Brookfield India REIT expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

n) Provisions and contingencies

A provision is recognized when the Brookfield India REIT has a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of the obligation.

A contingent liability is a possible obligation that arises from past events whose existence will be

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Brookfield India REIT or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Brookfield India REIT does not recognize a contingent liability but discloses its existence in the financial statements.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

o) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

Identification of segments:

In accordance with Ind AS 108- Operating Segment, the operating segments used to present segment information are identified on the basis of information reviewed by the Chief Operating Decision Maker ('CODM') to allocate resources to the segments and assess their performance. An operating segment is a component of the Brookfield India REIT that engages in business activities from which it earns revenues and incurs expenses, including revenues and expenses that relate to transactions with any of the Brookfield India REIT's other components.

Based on an analysis of Brookfield India REIT's structure and powers conferred to the Manager to Brookfield India REIT, the Governing Board of the Manager (Brookprop Management Services Private Limited) has been identified as the Chief Operating Decision Maker ('CODM'), since they are empowered for all major decisions w.r.t. the management, administration, investment, disinvestment, etc.

As the Brookfield India REIT is primarily engaged in the business of developing and maintaining commercial real estate properties in India, CODM reviews the entire business as a single operating segment and accordingly disclosure requirements of Ind AS 108 "Operating Segments" in respect of reportable segments are not applicable.

p) Subsequent events

The Standalone Financial Statements are prepared after reflecting adjusting and non-adjusting events that occur after the reporting period but before the Standalone Financial Statements are authorized for issue.

q) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term money market deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

r) Earnings per unit

Basic earnings per unit is calculated by dividing the net profit / (loss) for the period attributable to unit holders of the Brookfield India REIT by the weighted average number of units outstanding during the period.

For the purpose of calculating diluted earnings per unit, the profit or loss for the period attributable to unit holders of the Brookfield India REIT and the weighted average number of units outstanding during the period are adjusted for the effects of all dilutive potential units.

Dilutive potential units are deemed converted as of the beginning of the reporting date, unless they have been issued at a later date. In computing diluted earnings per unit, only potential units that are dilutive and which either reduces earnings per unit or increase loss per units are included.

s) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Standalone Balance Sheet when, and only when, the Brookfield India REIT currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

t) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Brookfield India REIT are segregated. For the purpose of the Statement of Cash Flow, cash and cash equivalents consist of cash and short-term deposits.

u) Cash distribution to Unitholders

The Brookfield India REIT recognizes a liability to make cash distributions to Unitholders when the distribution is authorized, and a legal obligation has been created. As per the REIT Regulations, a distribution is authorized when it is approved by the Board of Directors of the Manager. A corresponding amount is recognized directly in equity.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

3 NON CURRENT FINANCIAL ASSETS - INVESTMENTS

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Non current financial assets - Investments		
Trade, unquoted, Investments in Subsidiaries (at cost) (refer note 1)		
97,527 (31 March 2023: 97,527) Equity shares of Candor Kolkata One Hi-Tech Structures Private Limited of ₹10 each, fully paid up	24,761.39	24,761.39
143,865,097 (31 March 2023: 143,865,097) Equity shares of Shantiniketan Properties Private Limited of ₹10 each, fully paid up	11,407.83	11,407.83
464,641,122 (31 March 2023: 464,641,122) Equity shares of Festus Properties Private Limited of ₹10 each, fully paid up	8,655.46	8,655.46
10,000 (31 March 2023: 10,000) Equity shares of Candor India Office Parks Private Limited of ₹10 each, fully paid up	220.20	220.20
17,381 (31 March 2023: 17,381) Equity shares of Seaview Developers Private Limited of ₹10 each, fully paid up	12,482.97	12,482.97
5,032 (31 March 2023: Nil) Equity shares of Candor Gurgaon One Realty Projects Private Limited of ₹10 each, fully paid up	3,746.66	-
4,879,500 (31 March 2023: Nil) Equity shares of Kairos Properties Private Limited of ₹10 each, fully paid up	12,031.80	-
	73,306.31	**57,527.85**
Investments in 15% compulsorily convertible debentures at FVTPL (Debentures)*	10,287.95	5,795.00
Investments in 14% compulsorily convertible debentures at FVTPL (Debentures)**	3,348.90	-
Investments in 12.5% Non convertible debentures (Non convertible debentures)***	8,430.00	-
	95,373.16	**63,322.85**
*Investments in 15% compulsorily convertible debentures issued by		
- Seaview Developers Private Limited	5,682.10	5,795.00
- Candor Gurgaon One Realty Projects Private Limited	4,605.85	-
	10,287.95	**5,795.00**
**Issued by Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)		
***Investments in 12.5% Non convertible debentures issued by		
- Candor Gurgaon One Realty Projects Private Limited	5,310.00	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	3,560.00	-
	8,870.00	**-**
Less: Repayment during the period by Kairos	(294.00)	-
Less: Repayment during the period by G1	(146.00)	-
	8,430.00	**-**

Note:
Details of % shareholding in the subsidiaries, held by Trust is as under:

	As at 31 March 2024	As at 31 March 2023
- Candor Kolkata One Hi-Tech Structures Private Limited	100%	100%
- Festus Properties Private Limited	100%	100%
- Shantiniketan Properties Private Limited	100%	100%
- Candor India Office Parks Private Limited	100%	100%
- Seaview Developers Private Limited	100%	100%
- Candor Gurgaon One Realty Projects Private Limited	50%	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	50%	-

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

4 NON CURRENT FINANCIAL ASSETS - LOANS

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
(Unsecured and considered good)		
Loan to Subsidiaries - refer note 28	19,053.69	22,319.50
	19,053.69	**22,319.50**

Terms for Loan to Subsidiaries

Security: Unsecured

Interest: 12.50% per annum (compounded quarterly).

Repayment:

(a) Bullet repayment on the date falling at the end of 15 (fifteen) years from the first disbursement date.

(b) Early repayment option (wholly or partially) is available to the borrower (SPVs).

(c) The interest on these loan to subsidiaries is receivable on the last date of every financial quarter. Notwithstanding anything to the contrary, the interest with respect to the loans under the facility, shall accrue and become due and receivable only on availability of free cash flow on the interest payment date. In the event on any Interest payment date, the free cash flows are lower than the calculated interest (including any shortfall of past interest periods), the shortfall between the free cash flows and the calculated interest shall be accumulated and become due and receivable from and to the extent of free cash flows available on the subsequent interest payment dates.

5 NON-CURRENT TAX ASSETS (NET)

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Advance income tax	1.17	-
	1.17	**-**

6 CURRENT FINANCIAL ASSETS - CASH AND CASH EQUIVALENTS

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Balance with banks :*		
- in current account	14.89	1.29
- in deposit account	2,378.00	1,681.50
	2,392.89	**1,682.79**

* For related parties balance, refer note 28

7 CURRENT FINANCIAL ASSETS - OTHER

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
(Unsecured and considered good)		
To related parties (refer note 28)		
Interest accrued but not due on deposits with banks	3.51	0.56
Interest accrued but not due on Loan to Subsidiaries	440.42	546.68
	443.93	**547.24**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

8 OTHER CURRENT ASSETS

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
(Unsecured and considered good)		
Prepaid expenses	16.76	156.12
Advances to vendors	3.82	-
	20.58	**156.12**

9 UNIT CAPITAL

	No. of Units	Amount
As at 01 April 2022	**335,087,073**	**89,867.31**
Less: Distribution to Unitholders for the quarter ended 31 March 2022	-	(720.44)
Less: Distribution to Unitholders for the quarter ended 30 June 2022	-	(857.82)
Less: Distribution to Unitholders for the quarter ended 30 September 2022	-	(861.17)
Less: Distribution to Unitholders for the quarter ended 31 December 2022	-	(871.23)
Closing balance as at 31 March 2023	**335,087,073**	**86,556.65**
As at 01 April 2023	**335,087,073**	**86,556.65**
Less: Distribution to Unitholders for the quarter ended 31 March 2023	-	(891.33)
Less: Distribution to Unitholders for the quarter ended 30 June 2023	-	(861.30)
Less: Distribution to Unitholders for the quarter ended 30 September 2023	-	(939.64)
Less: Distribution to Unitholders for the quarter ended 31 December 2023	-	(1,088.93)
Add: Units issued during the period (refer note c)	103,998,149	27,053.59
Less: Issue expenses (refer note a (iii))	-	(727.61)
Closing balance as at 31 March 2024	**439,085,222**	**109,101.43**

(a) Terms/ rights attached to Units and accounting thereof

(i) The Trust has only one class of Units. Each Unit represents an undivided beneficial interest in the Trust. Each holder of Unit is entitled to one vote per unit. The Unitholders have the right to receive at least 90% of the Net Distributable Cash Flows of the Trust at least once in every six months in each financial year in accordance with the REIT Regulations. The Board of Directors of the Manager approves distributions. The distribution will be in proportion to the number of Units held by the Unitholders. The Trust declares and pays distributions in Indian Rupees.

Under the provisions of the REIT Regulations, Brookfield India REIT is required to distribute to Unitholders not less than 90% of the Net Distributable Cash Flows of Brookfield India REIT for each financial year. Accordingly, a portion of the Unit Capital contains a contractual obligation of the Brookfield India REIT to pay to its Unitholders cash distributions. Hence, the Unit Capital is a compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 - Financial Instruments: Presentation. However, in accordance with SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated 6 July 2023 issued under the REIT Regulations, the Unit Capital has been presented as "Equity" in order to comply with the requirements of Section H of Chapter 3 to the SEBI Master Circular dealing with the minimum presentation and disclosure requirements for key financial statements. Consistent with Unit Capital being classified as equity, the distributions to Unitholders is also presented in Statement of Changes in Unitholders' Equity when the distributions are approved by the Board of Directors of Investment Manager.

(ii) Brookfield India REIT acquired controlling stake in Candor Gurgaon 1 and Kairos by acquiring 50% equity interest from certain members of the Sponsor Group. The purchase consideration for acquiring 50% stake in Candor Gurgaon 1 was discharged by paying cash of ₹ 4,533.04 million. The purchase consideration for acquiring 50% stake in Kairos was discharged by paying cash of ₹ 8,277.71 million and by allotting 12,696,800 number of Units at ₹ 315.04 per Unit, as per the table below.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Name of SPV	Number of Units allotted for consideration other than cash		
	Sponsor	Sponsor Group	Total
As at 31 March 2023			
Candor Kolkata	54,117,888	16,364	54,134,252
Festus	-	31,474,412	31,474,412
SPPL Noida	-	41,483,012	41,483,012
CIOP	-	800,727	800,727
SDPL Noida (refer note 1: Trust Information)	-	15,463,616	15,463,616
During the year ended 31 March 2024:			
Kairos (refer note 1: Trust Information)	-	12,696,800	12,696,800
Total number of Units issued	**54,117,888**	**101,934,931**	**156,052,819**

(iii) Expenses incurred pertaining to new issuance of units (Institutional placement and Preferential allotment) have been reduced from the Unitholders capital in accordance with Ind AS 32 - Financial Instruments: Presentation.

(b) Unitholders holding more than 5 percent Units in the Trust

Name of Unitholders	As at 31 March 2024		As at 31 March 2023	
	No. of Units	% of holdings	No. of Units	% of holdings
BSREP India Office Holdings V Pte. Ltd.	54,117,888	12.33%	54,117,888	16.15%
BSREP India Office Holdings Pte Ltd.	41,499,453	9.45%	41,499,453	12.38%
BSREP India Office Holdings III Pte. Ltd.	36,727,398	8.36%	36,727,398	10.96%
BSREP II India Office Holdings II Pte. Ltd.	31,474,412	7.17%	31,474,412	9.39%

(c) The Trust has not allotted any fully paid-up units by way of bonus units nor has it bought back any class of units from the date of registration till the balance sheet date. The Trust had issued an aggregate of 180,083,417 Units for consideration other than cash from the date of incorporation till 31 March 2023.

On 02 August 2023, 91,301,349 units have been issued at ₹252.50 per unit via institutional placement to arrange the funds for acquisition of 50% stake in Candor Gurgaon 1 and Kairos, which got listed on NSE and BSE on 3 August 2023. Further, on 28 August 2023, the Trust has alloted 12,696,800 Units at ₹315.04 per Unit to Project Diamond Holdings (DIFC) Limited on prefrential allotment basis towards part consideration for acquisition of 50% stake in Kairos, which got listed on NSE and BSE on 31 August 2023.

(d) Unitholding of sponsor group

Name of Unitholders	As at 31 March 2024		As at 31 March 2023		% Change during the year ended 31 March 2024
	No. of Units	% of holdings	No. of Units	% of holdings	
BSREP India Office Holdings V Pte. Ltd.	54,117,888	12.33%	54,117,888	16.15%	-3.83%
BSREP India Office Holdings Pte Ltd.	41,499,453	9.45%	41,499,453	12.38%	-2.93%
BSREP India Office Holdings III Pte. Ltd.	36,727,398	8.36%	36,727,398	10.96%	-2.60%
BSREP II India Office Holdings II Pte. Ltd.	31,474,412	7.17%	31,474,412	9.39%	-2.22%
BSREP India Office Holdings IV Pte. Ltd.	15,463,616	3.52%	15,463,616	4.61%	-1.09%
BSREP India Office Holdings VI Pte. Ltd.	800,650	0.18%	800,650	0.24%	-0.06%
Project Diamond Holdings (DIFC) Limited	12,696,800	2.89%	-	-	2.89%

10 OTHER EQUITY*

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Reserves and Surplus		
Retained earnings	714.41	1,283.93
	714.41	**1,283.93**

*Refer Standalone Statement of Changes in Unitholders' Equity for detailed movement in other equity balances.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Retained earnings

The cumulative gain or loss arising from the operations which is retained and is recognized and accumulated under the heading of retained earnings. At the end of the period, the profit/(loss) after tax is transferred from the Statement of Profit and Loss to the retained earnings account.

11 DEFERRED TAX LIABILITIES

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Deferred tax liabilities	25.60	112.71
	25.60	**112.71**

12 CURRENT FINANCIAL LIABILITIES- SHORT TERM BORROWINGS

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Unsecured		
Commercial papers*	7,284.87	-
	7,284.87	**-**

*On 17 August 2023, Brookfield India REIT has issued and allotted 15,000 commercial papers aggregating to ₹ 7,500.00 million at a face value of ₹ 5,00,000 each, at 7.93% p.a.. The discounted amount raised by Brookfield India REIT through these commercial papers was ₹ 6,948.95 million and the value payable on maturity is ₹7,500.00 million. Discount on Commercial papers is amortized over the tenor of the underlying instrument. These commercial papers are listed on BSE on 18 August 2023 and would mature on 16 August 2024.

13 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Total outstanding dues of micro enterprises and small enterprises	0.28	0.12
Total outstanding dues of creditors other than micro enterprises and small enterprises*	50.97	40.88
	51.25	**41.00**

*For balance payable to related parties, refer note 28

Trade Payable ageing Schedule

Additional Information Disclosure Pursuant to Schedule III of Companies Act, 2013 as per MCA notification dated 24 March 2021

As at 31 March 2024	Outstanding for following periods from due date of payment					
Particulars	Unbilled	Less than 1 years	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	0.28	-	-	-	-	0.28
(ii) Others	50.97	-	-	-	-	50.97
(iii) Disputed dues- MSME	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-
Total	**51.25**	**-**	**-**	**-**	**-**	**51.25**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

As at 31 March 2023	Outstanding for following periods from due date of payment					
Particulars	Unbilled	Less than 1 years	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	0.12	-	-	-	-	0.12
(ii) Others	40.88	-	-	-	-	40.88
(iii) Disputed dues- MSME	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-
Total	**41.00**	**-**	**-**	**-**	**-**	**41.00**

14 CURRENT - OTHER FINANCIAL LIABILITIES

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Contingent consideration*	86.77	-
Other payables**	16.04	26.28
	102.81	**26.28**

*Fair value of part consideration, payable to the earlier shareholders of Candor Gurgaon 1 and Kairos, payable upon fulfilment of certain conditions as per Share Purchase Agreements (refer note 28).

** Refer note 28

15 OTHER CURRENT LIABILITIES

	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Statutory dues payable	5.05	7.93
	5.05	**7.93**

16 INTEREST INCOME

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Interest Income*		
- on 15% Compulsorily Convertible Debentures (refer note 17 and 19 for other changes in fair value)	123.85	77.17
- on 14% Compulsorily Convertible Debentures (refer note 17 and 19 for other changes in fair value)	238.72	-
- on Loans to subsidiaries	2,697.58	3,146.20
- on 12.5% Non convertible debentures	660.09	-
Interest income on deposits with banks*	169.13	41.79
Interest on income tax refund	-	1.24
	3,889.37	**3,266.40**

* Refer note 28 for transactions with related parties

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

17 OTHER INCOME

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Gain on investment in Debentures at fair value through profit or loss (refer note 16 for interest income on these CCDs)*	-	357.00
Liabilities/provisions no longer required written back	0.59	0.94
	0.59	**357.94**

*To be read with note 19 for loss on investment in Debentures

18 FINANCE COSTS

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Interest on commercial papers	337.79	-
Other borrowing costs	2.94	-
Unwinding of interest expenses	4.06	-
	344.79	**-**

19 OTHER EXPENSES

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Marketing and advertisement expenses	18.60	51.24
Membership & Subscription Fees	7.02	1.02
Loss on investment in Debentures at fair value through profit or loss (refer note 16 for interest income on these CCDs)*	373.94	-
Miscellaneous expenses	1.59	0.70
	401.15	**52.96**

*To be read with note 17 for gain on investment in Debentures

19(A) DETAILS OF REMUNERATION TO AUDITORS

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
As auditor (on accrual basis)		
- for statutory audit	19.71	16.22
- for other services	-	-
- for reimbursement of expenses	1.11	0.97
	20.82	**17.19**

20 TAX EXPENSE

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Current tax		
- for current period	72.29	18.39
- for earlier years	-	(0.59)
Deferred tax charge/ (credit)	(87.11)	112.71
	(14.82)	**130.51**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Brookfield India REIT is a business trust registered under SEBI REIT Regulations, 2014. Hence, the interest and dividend received or receivable by Brookfield India REIT from the SPVs is exempt from tax under section 10(23FC) of the Income Tax Act, 1961 (Act). Further, any expenditure incurred in relation to earning the exempt income is not tax deductible in view of the provisions of section 14A of the Act.

The income of Brookfield India REIT, other than exempt income mentioned above, is chargeable to tax at the maximum marginal rates in force (for the year ended 31 March 2024: 42.744%; for the year ended 31 March 2023: 42.744%), except for the income chargeable to tax on transfer of short term capital assets under section 111A of the Act and long term capital assets under section 112 of the Act.

21 CONTINGENT LIABILITIES

There are no contingent liabilities as at 31 March 2024 and 31 March 2023.

22 CAPITAL COMMITMENTS

There are no capital commitments as at 31 March 2024 and 31 March 2023.

23 FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

i) Financial instruments by category and fair value

The below table summarizes the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. The Brookfield India REIT has classified its financial instruments, which are measured at fair value, into three levels in accordance with Ind AS.

	Carrying value		Fair value	
	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
At Amortized Cost				
Financial assets				
Cash and cash equivalents#	2,392.89	1,682.79	2,392.89	1,682.79
Loans*	19,053.69	22,319.50	20,364.88	23,266.42
Other financial assets#	443.93	547.24	443.93	547.24
Non convertible debentures*	8,430.00	-	8,968.30	-
At FVTPL				
Financial Assets				
Debentures^	13,636.85	5,795.00	13,636.85	5,795.00
Total financial assets	**43,957.36**	**30,344.53**	**45,806.85**	**31,291.45**
At Amortized Cost				
Financial liabilities				
Borrowings	7,284.87	-	7,284.87	-
Trade payables#	51.25	41.00	51.25	41.00
Other financial liabilities#	102.81	26.28	102.81	26.28
Total financial liabilities	**7,438.93**	**67.28**	**7,438.93**	**67.28**

Fair value of financial assets and financial liabilities which are recognized at amortized cost has been disclosed to be same as carrying value, as the carrying value approximately equals to their fair value.

* Fair value of loans which are recognized at amortized cost, has been calculated at the present value of the future cash flows discounted at the current borrowing rate.

^ Fair value of Debentures (CCDs) is determined on the basis of Net assets value (NAV) method. These CCDs are classified as level 3 in the fair value hierarchy due to the inclusion of unobservable inputs. The key input to the NAV is fair value of the investment properties.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

ii) Measurement of fair values

The different levels of fair value have been defined below:

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices for instance listed equity instruments, traded bonds and mutual funds that have quoted price.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the counter derivatives) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There have been no valuation under Level 1 and Level 2. There has been no transfers into or out of Level 3 of the fair value hierarchy for the year ended 31 March 2024 and year ended 31 March 2023.

The Brookfield India REIT's policy is to recognize transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

iii) Details of significant unobservable inputs

Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value
Financial assets measured at fair value (15% CCDs)	
Fair value of investment property	The estimated fair value would increase (decrease) if fair value of investment property increases (decreases)

iv) Sensitivity analysis of Level 3 fair values

For the fair value of CCDs, reasonably possible changes at the reporting date due to one of the significant unobservable inputs, holding other inputs constant, would have following effects:

31 March 2024	Profit/ (Loss)	
	Increase	Decrease
Fair value of investment property (1% movement)	239.71	(239.71)

31 March 2023	Profit/ (Loss)	
	Increase	Decrease
Fair value of investment property (1% movement)	116.77	(116.77)

(v) Reconciliation of Level 3 fair values

Fair value of CCDs	Amount
Balance as at 01 April 2022	**5,438.00**
Net change in fair value-unrealized (refer note 17)	357.00
Balance as at 31 March 2023	**5,795.00**
Balance as at 01 April 2023	**5,795.00**
Investment in CCDs during the period	8,215.80
Net change in fair value-unrealized (refer note 19)	(373.94)
Balance as at 31 March 2024	**13,636.86**

24 SEGMENT REPORTING

The Trust does not have any Operating segments as at 31 March 2024 and 31 March 2023. Hence disclosure under "Ind AS 108", Operating segments has not been provided in the Standalone Financial Statements.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

25. EARNINGS PER UNIT (EPU)

Basic EPU amounts are calculated by dividing the profit for the period / year after income tax attributable to unitholders by the weighted average number of units outstanding during the period / year. Diluted EPU amounts are calculated by dividing the profit for the period / year after income tax attributable to unitholders by the weighted average number of units outstanding during period / year plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital. The units of the Trust were allotted on 08 February 2021, 11 February 2021, 24 January 2022, 02 August 2023 and 28 August 2023.

Particulars	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Profit after tax for calculating basic and diluted EPU	2,983.94	3,388.08
Weighted average number of Units (Nos.)	403,233,066	335,087,073
Earnings Per Unit		
-Basic (Rupees/unit)	7.40	10.11
-Diluted (Rupees/unit)*	7.40	10.11

* The Trust does not have any outstanding dilutive units.

26. INVESTMENT MANAGEMENT FEE

REIT Management Fees

Pursuant to the Investment Management Agreement dated 17 July 2020, Investment Manager is entitled to fees @ 1% of NDCF, exclusive of applicable taxes (also refer note 29). The fees has been determined for undertaking management of the REIT and its investments. The said Management fees for the year ended 31 March 2024 amounts to ₹ 90.92 million. There are no changes during the year in the methodology for computation of fees paid to the Investment Manager.

27. FINANCIAL RISK MANAGEMENT

i. Risk management framework

The Board of directors of the Manager of the Trust has overall responsibility for the establishment and oversight of the Trust's risk management framework. The Trust's risk management framework is established to identify and analyse the key risks faced by the Trust, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management framework and systems are reviewed regularly to reflect changes in market conditions and the Trust's activities.

The Board of directors of the Manager of the Trust, oversees compliance with the Trust's risk management framework and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Trust. The Audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to The Audit Committee.

The Trust financial risk management is carried out by a treasury department (Trust treasury). the Trust treasury identifies, evaluates and hedges financial risks.

ii. Credit risk

Credit risk is the risk of financial loss to the Trust if a counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Trust's receivables from loans given to its SPVs and cash and cash equivalents. The carrying amount of financial assets represents the maximum credit exposure.
The Trust establishes an allowance account for impairment that represents its estimate of losses in respect of its financial assets. The main component of this allowance is estimated losses that relate to specific tenants or counterparties. The allowance account is used to provide for impairment losses. Subsequently when the Trust is satisfied that no recovery of such losses is possible, the financial asset is considered irrecoverable and

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

the amount charged to the allowance account is then written off against the carrying amount of the impaired financial asset.

Cash at bank are placed with financial institutions which are regulated and have low risk.

As at the reporting date, there is no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying value of each financial asset on the Balance Sheet.

iii. Liquidity risk

Liquidity risk is the risk that the Trust will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Trust's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Trust's reputation.

The Trust's primary sources of liquidity include cash, undrawn borrowings, construction facilities and cash flow from operating activities. The Trust seeks to increase income from its existing properties by maintaining quality standards for its properties that promote high occupancy rates and support increases in rental rates while reducing tenant turnover and related costs, and by controlling operating expenses.

Consequently, the Trust believes its revenue, along with proceeds from financing activities will continue to provide the necessary funds to cover its short term liquidity needs. In addition, the Trust projects cash flows and considering the level of liquid assets necessary to meet liquidity requirement.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

31 March 2024 ₹ million	Carrying amount	Contractual cash flows			
		Total	0 -1 years	1 -5 years	Above 5 years
Trade payables	51.25	51.25	51.25	-	-
Other financial liabilities	102.81	102.81	102.81	-	-
Commercial papers	7,284.87	7,500.00	7,500.00	-	-
Total	**7,438.93**	**7,654.06**	**7,654.06**	**-**	**-**

31 March 2023 ₹ million	Carrying amount	Contractual cash flows			
		Total	0 -1 years	1 -5 years	Above 5 years
Trade payables	41.00	41.00	41.00	-	-
Other financial liabilities	26.28	26.28	26.28	-	-
Total	**67.28**	**67.28**	**67.28**	**-**	**-**

iv. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices which will affect the Trust's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return.

a) Currency risk

Majority of transitions entered into by the Trust are denominated in Indian Rupees. Accordingly the Trust does not have any currency risk.

b) Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Trust is not exposed to any interest rate risk since all its debts are at fixed interest rates.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

28. RELATED PARTY DISCLOSURES

A. Related parties to Brookfield India REIT as at 31 March 2024

BSREP India Office Holdings V Pte. Ltd. - Sponsor

Brookprop Management Services Private Limited - Investment Manager or Manager

Axis Trustee Services Limited - Trustee

The Ultimate parent entity and sponsor groups, with whom the group has related party transactions during the period, consist of the below entities:

Ultimate parent entity

Brookfield Corporation (Formerly known as Brookfield Asset Management Inc.), ultimate parent entity and controlling party

Sponsor

BSREP India Office Holdings V Pte. Ltd. - Sponsor

Sponsor group

a) BSREP II India Office Holdings II Pte. Ltd. (BSREP II India)

b) Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited) (Kairos) (till 07 September 2022)

c) BSREP Moon C1 L.P (till 07 September 2022)

d) BSREP Moon C2 L.P (till 07 September 2022)

e) BSREP India Office Holdings III Pte Ltd. (BSREP India Office III)

f) BSREP India Office Holdings Pte. Ltd. (BSREP India Holdings)

g) BSREP India Office Holdings IV Pte. Ltd. (BSREP India Office IV)

h) BSREP India Office Holdings VI Pte. Ltd. (BSREP India Office VI)

i) Project Diamond Holdings (DIFC) Limited (Project Diamond)

Fellow subsidiaries

Brookfield Property Group LLC
Schloss Chanakya Private Limited

Other related parties with whom the transactions have taken place during the year:

Axis Bank Limited - Promotor of Trustee*
Axis Capital Limited- Fellow subsidiary of Trustee*

*Based on the internal assessment, the Trust has disclosed transactions from this financial year ended 31 March 2024, for all the periods presented.

Directors & Key personnel of the Investment Manager (Brookprop Management Services Private Limited)

Directors

Akila Krishnakumar (Independent Director)
Shailesh Vishnubhai Haribhakti (Independent Director)
Anuj Ranjan (Non-Executive Director) (till 12 February 2024)
Ankur Gupta (Non-Executive Director)
Thomas Jan Sucharda (Non-Executive Director) (w.e.f. 30 March 2023)
Rajnish Kumar (Independent Director) (w.e.f. 30 March 2023)

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Key Personnels

Alok Aggarwal - Chief Executive Officer and Managing Director- India office business (Chief Executive Officer to Chief Executive Officer and Managing Director w.e.f 12 February 2024)

Sanjeev Kumar Sharma - Executive Vice President and Chief Financial Officer – India office business (till 09 May 2024)
Amit Jain - Chief Financial Officer - India office business (w.e.f. 09 May 2024)
Ankit Gupta- President - India office business (w.e.f. 09 May 2024)
Shantanu Chakraborty- Chief Operating Officer- India office business (w.e.f. 09 May 2024)
Saurabh Jain- Compliance Officer

Subsidiary (SPVs) (w.e.f. 08 February 2021)

Candor Kolkata One Hi-Tech Structures Private Limited
Festus Properties Private Limited
Shantiniketan Properties Private Limited
Candor India Office Parks Private Limited

Subsidiary (SPVs) (w.e.f. 24 January 2022)

Seaview Developers Private Limited

Subsidiary (SPVs) (w.e.f. 18 August 2023)

Candor Gurgaon One Realty Projects Private Limited

Subsidiary (SPVs) (w.e.f. 28 August 2023)

Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)

B. Related party transactions:

Nature of transaction/ Entity's Name	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Unsecured loan given to		
- Candor Kolkata One Hi-Tech Structures Private Limited	1,249.12	80.00
- Festus Properties Private Limited	50.00	-
- Shantiniketan Properties Private Limited	100.00	280.00
- Seaview Developers Private Limited	495.00	335.00
Total	**1,894.12**	**695.00**
Unsecured loan repaid by		
- Candor Kolkata One Hi-Tech Structures Private Limited	1,267.00	3,136.00
- Festus Properties Private Limited	1,507.00	485.00
- Shantiniketan Properties Private Limited	2,143.92	314.00
- Seaview Developers Private Limited	242.00	332.00
Total	**5,159.92**	**4,267.00**
Investment in Debentures		
- Candor Gurgaon One Realty Projects Private Limited	4,746.22	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	3,342.50	-
Total	**8,088.72**	**-**
Investment in Equity shares of SPV		
- Candor Gurgaon One Realty Projects Private Limited	3,679.78	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)*	11,963.89	-
Total	**15,643.67**	**-**

Nature of transaction/ Entity's Name	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Investment in Non convertible debentures		
- Candor Gurgaon One Realty Projects Private Limited	5,310.00	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	3,560.00	-
Total	**8,870.00**	**-**
Non convertible debentures redeemed by		
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	294.00	-
- Candor Gurgaon One Realty Projects Private Limited	146.00	-
Total	**440.00**	**-**
Trustee Fee Expense		
- Axis Trustee Services Limited	2.95	2.95
Total	**2.95**	**2.95**
Interest Income on Loans to Subsidiaries		
- Candor Kolkata One Hi-Tech Structures Private Limited	1,126.58	1,349.15
- Festus Properties Private Limited	624.35	763.10
- Shantiniketan Properties Private Limited	237.47	331.78
- Seaview Developers Private Limited	709.18	702.17
Total	**2,697.58**	**3,146.20**
Interest Income on Debentures		
- Seaview Developers Private Limited	77.16	77.16
- Candor Gurgaon One Realty Projects Private Limited	46.68	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	238.73	-
Total	**362.57**	**77.16**
Interest Income on Non convertible debentures		
- Candor Gurgaon One Realty Projects Private Limited	408.69	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	251.40	-
Total	**660.09**	**-**
Investment management fees		
- Brookprop Management Services Private Limited	90.92	80.11
Total	**90.92**	**80.11**
Dividend Income		
- Candor India Office Parks Private Limited	-	87.00
Total	**-**	**87.00**
Issue of Unit Capital		
- Project Diamond Holdings (DIFC) Limited*	4,000.00	-
- Axis Bank Limited	500.00	-
Total	**4,500.00**	**-**
Issue expenses		
- Axis Capital Limited	73.28	-
Total	**73.28**	**-**
Expenses directly attributable to investment in subsidiaries		
- Axis Capital Limited	14.75	-
Total	**14.75**	**-**

*This amount includes ₹ 4,000.00 million against the units issued in exchange for investments in Kairos during the year ended 31 March 2024.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Nature of transaction/ Entity's Name	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Repayment of Unit Capital		
- BSREP India Office Holdings V Pte. Ltd.	503.29	534.68
- BSREP India Office Holdings Pte. Ltd.	385.95	410.01
- Kairos Property Managers Pvt. Ltd.	-	15.95
- BSREP Moon C1 L.P.	-	3.77
- BSREP Moon C2 L.P.	-	0.00
- BSREP II India Office Holdings II Pte. Ltd.	292.72	295.01
- BSREP India Office Holdings III Pte. Ltd.	341.56	362.86
- BSREP India Office Holdings IV Pte. Ltd.	143.81	152.79
- BSREP India Office Holdings VI Pte. Ltd.	7.45	4.14
- Project Diamond Holdings (DIFC) Limited	58.66	-
- Axis Bank Limited	13.15	-
Total	**1,746.59**	**1,779.21**
Interest Distributed		
- BSREP India Office Holdings V Pte. Ltd.	452.96	541.19
- BSREP India Office Holdings Pte. Ltd.	347.34	414.99
- Kairos Property Managers Pvt. Ltd.	-	17.99
- BSREP Moon C1 L.P.	-	4.25
- BSREP Moon C2 L.P.	-	0.00
- BSREP II India Office Holdings II Pte. Ltd.	263.44	296.76
- BSREP India Office Holdings III Pte. Ltd.	307.41	367.27
- BSREP India Office Holdings IV Pte. Ltd.	129.43	154.64
- BSREP India Office Holdings VI Pte. Ltd.	6.70	3.76
- Project Diamond Holdings (DIFC) Limited	54.34	-
- Axis Bank Limited	12.02	-
Total	**1,573.64**	**1,800.85**
Other Income Distributed		
- BSREP India Office Holdings V Pte. Ltd.	17.85	22.73
- BSREP India Office Holdings Pte Ltd.	13.69	17.41
- Kairos Property Managers Pvt. Ltd.	-	0.60
- BSREP Moon C1 L.P.	-	0.14
- BSREP Moon C2 L.P.	-	0.00
- BSREP II India Office Holdings II Pte. Ltd.	10.39	12.61
- BSREP India Office Holdings III Pte. Ltd.	12.12	15.43
- BSREP India Office Holdings IV Pte. Ltd.	5.11	6.49
- BSREP India Office Holdings VI Pte. Ltd.	0.26	0.19
- Project Diamond Holdings (DIFC) Limited	3.17	-
- Axis Bank Limited	0.58	-
Total	**63.17**	**75.60**
Reimbursement of expense incurred by (excluding GST)		
- Brookfield Property Group LLC	-	1.98
- Brookprop Management Services Private Limited	2.31	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	13.41	-
- BSREP India Office Holdings V Pte. Ltd.	9.51	-
Total	**25.23**	**1.98**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Nature of transaction/ Entity's Name	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Marketing and advertisement expenses		
- Schloss Chanakya Private Limited	0.01	-
Total	**0.01**	**-**
Deposits with banks made		
- Axis Bank Limited	54,946.58	1,675.50
Total	**54,946.58**	**1,675.50**
Deposits with banks matured		
- Axis Bank Limited	54,244.08	-
Total	**54,244.08**	**-**
Interest income on deposits with banks		
- Axis Bank Limited	167.85	0.62
Total	**167.85**	**0.62**
Bank charges		
- Axis Bank Limited	0.69	-
Total	**0.69**	**-**

Outstanding balances	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Unsecured loans receivable (Non- Current)		
- Candor Kolkata One Hi-Tech Structures Private Limited	8,649.12	8,667.00
- Festus Properties Private Limited	4,229.50	5,686.50
- Shantiniketan Properties Private Limited	523.07	2,567.00
- Seaview Developers Private Limited	5,652.00	5,399.00
Total	**19,053.69**	**22,319.50**
Investment in equity shares of SPV		
- Candor Kolkata One Hi-Tech Structures Private Limited	24,761.39	24,761.39
- Festus Properties Private Limited	8,655.46	8,655.46
- Shantiniketan Properties Private Limited	11,407.83	11,407.83
- Candor India Office Parks Private Limited	220.20	220.20
- Seaview Developers Private Limited	12,482.97	12,482.97
- Candor Gurgaon One Realty Projects Private Limited	3,746.66	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	12,031.80	-
Total	**73,306.31**	**57,527.85**
Investment in Debentures		
- Seaview Developers Private Limited	5,682.10	5,795.00
- Candor Gurgaon One Realty Projects Private Limited	4,605.85	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	3,348.90	-
Total	**13,636.85**	**5,795.00**
Investment in Non convertible debentures		
- Candor Gurgaon One Realty Projects Private Limited	5,164.00	-
- Kairos Properties Private Limited (Formerly known as Kairos Property Managers Private Limited)	3,266.00	-
Total	**8,430.00**	**-**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

Outstanding balances	As at 31 March 2024 (Audited)	As at 31 March 2023 (Audited)
Interest accrued but not due on Loan to Subsidiaries		
- Candor Kolkata One Hi-Tech Structures Private Limited	95.13	191.50
- Festus Properties Private Limited	47.82	182.93
- Shantiniketan Properties Private Limited	0.53	-
- Seaview Developers Private Limited	296.94	172.25
Total	**440.42**	**546.68**
Trade Payable (net of withholding tax)		
- Brookprop Management Services Private Limited	22.09	18.06
- Schloss Chanakya Private Limited	0.09	-
Total	**22.18**	**18.06**
Other Payable (net of withholding tax)		
- BSREP India Office Holdings V Pte. Ltd.	9.51	-
Total	**9.51**	**-**
Contingent consideration payable		
- Project Diamond Holdings (DIFC) Limited	37.52	-
- Project Cotton Holdings One (DIFC) Limited	0.00	-
- BSREP India Office Holdings II Pte. Ltd	49.22	-
- BSREP India Office Holdings Pte. Ltd	0.03	-
Total	**86.77**	**-**
Balance with banks (in current account)		
- Axis Bank Limited	12.14	0.90
Total	**12.14**	**0.90**
Balance with banks (in deposit account)		
- Axis Bank Limited	2,378.00	1,675.50
Total	**2,378.00**	**1,675.50**
Interest accrued but not due on deposits with banks		
- Axis Bank Limited	3.51	0.56
Total	**3.51**	**0.56**

29. TAX EXPENSE

(a) Amounts recognised in Statement of Profit and Loss

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
(a) Income tax expense		
Current tax		
- for current period	72.29	18.39
- for earlier years	-	(0.59)
Total current tax expense	**72.29**	**17.80**
Deferred tax		
(i) Origination and reversal of temporary differences	(87.11)	112.71
Deferred tax expense	**(87.11)**	**112.71**
Tax expense for the year	**(14.82)**	**130.51**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

(b) Amounts recognized in other comprehensive income

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Deferred income tax liability / (asset), net		
(i) Net (gain)/ loss on remeasurement of define benefit plans	-	-
Tax expense charged in other comprehensive income for the year	**-**	**-**

(c) Reconciliation of effective tax rate (tax expense and the accounting profit multiplied by India's domestic tax rate)

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Profit before tax	**2,969.12**	**3,518.59**
Tax using domestic tax rate @ 42.744%	1,428.96	1,351.39
Tax using long term capital gain tax rate @ 23.296%	(87.11)	83.17
Tax effect of:		
Effect of exempt income	(1,590.43)	(1,415.39)
Effect of non-deductible expenses	233.77	82.39
Tax for earlier years	-	(0.59)
Others	-	29.54
Tax expense for the year	**(14.82)**	**130.51**

(d) Deferred tax liabilities

Particulars	Net balance as at 01 April 2023	Recognized in profit or loss	Recognized in other comprehensive income	Net balance as at 31 March 2024
Deferred tax assets (Liabilities)				
Financial Assets at Fair Value	(112.71)	87.11	-	(25.60)
Tax assets (Liabilities)	**(112.71)**	**87.11**	**-**	**(25.60)**

Particulars	Net balance as at 01 April 2022	Recognized in profit or loss	Recognized in other comprehensive income	Net balance as at 31 March 2023
Deferred tax assets (Liabilities)				
Financial Assets at Fair Value	-	(112.71)	-	(112.71)
Tax assets (Liabilities)	**-**	**(112.71)**	**-**	**(112.71)**

30. A. Details of utilization of Institutional placement as on 31 March 2024 are follows:

Objects of the issue as per the placement document	Proposed utilization	Actual utilization upto 31 March 2024	Unutilized amount as at 31 March 2024
Funding of the consideration for the (i) Downtown Powai Acquisition; and/or (ii) G1 Acquisition	22,000.00	21,896.76	103.24
General purposes	203.59	138.53	65.06
Issue related expenses	850.00	719.37	130.63
Total	**23,053.59**	**22,754.66**	**298.93**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

B. Details of utilization of proceeds of Commercial Paper as on 31 March 2024 are as follows:

Objects of the issue as per the letter of offer.	Proposed utilization	Actual utilization upto 31 March 2024	Unutilized amount as at 31 March 2024
For repayment of debt of Special Purpose Vehicles (SPVs) of Brookfield India Real Estate Trust and towards transaction expenses, capital expenditure and working capital requirements of Brookfield India Real Estate Trust and its SPVs	6,948.95	6,948.95	-
Total	**6,948.95**	**6,948.95**	**-**

31. DISTRIBUTION POLICY

In terms of the Distribution policy and REIT Regulations, not less than 90% of the NDCFs of our Asset SPVs are required to be distributed to Brookfield India REIT, in proportion of its shareholding in our Asset SPVs, subject to applicable provisions of the Companies Act. The cash flows receivable by Brookfield REIT may be in the form of dividends, interest income, principal loan repayment, proceeds of any capital reduction or buyback from our Asset SPVs/ CIOP, sale proceeds out of disposal of investments of any or assets directly/ indirectly held by Brookfield REIT or as specifically permitted under the Trust Deed or in such other form as may be permissible under the applicable laws.

At least 90% of the NDCFs of Brookfield REIT ("REIT Distributions") shall be declared and made once every quarter of a Financial Year by our Manager. In accordance with the REIT Regulations, REIT Distributions shall be made no later than 15 days from the date of such declarations. The REIT Distributions, when made, shall be made in Indian Rupees.

The NDCFs shall be calculated in accordance with the REIT Regulations and any circular, notification or guidelines issued thereunder including the SEBI Guidelines.

32. CAPITALIZATION STATEMENT

The Trust's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Trust's capital structure mainly constitutes equity in the form of unit capital. The projects of SPVs are initially funded through construction financing arrangements. On completion, these loans are restructured into lease-rental discounting arrangements. The Trust's capital structure is influenced by the changes in regulatory framework, government policies, available options of financing and the impact of the same on the liquidity position.

The Trust monitors its capital structure using ratio of 'Net debt' to 'Total Equity'). The capital structure of the Trust consists of net debt (comprising borrowings as disclosed in notes 12 offset by cash and cash equivalents as disclosed in note 6) and equity of the Group (comprising issued unit capital and retained earnings as disclosed in notes 9 and 10). The Trust's net debt to equity ratio as at 31 March 2024 and 31 March 2023 are as follows:

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Gross debt	7,284.87	-
Less : Cash and cash equivalents	(2,392.89)	-
Adjusted Net debt	**4,891.98**	**-**
-Unit capital	109,101.43	-
-Other equity	714.41	-
Total equity	**109,815.84**	**-**
Debt/Equity Ratio	**0.04**	**-**

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

33. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Opening balance (Debts)	-	-
Cash movement		
Additional borrowing during the period (refer Statement of Cash Flows)	6,948.95	-
Repayment during the period (refer Statement of Cash Flows)	-	-
Finance cost paid during the period (refer Statement of Cash Flows)	(12.33)	-
Non cash movement	-	-
Finance cost (accrued) (refer note 18)	344.79	-
Other non cash changes in finance cost	(4.06)	-
Prepaid finance cost	7.52	-
Closing balance (Debts)	**7,284.87**	**-**

ADDITIONAL INFORMATION DISCLOSURE PURSUANT TO SCHEDULE III OF COMPANIES ACT, 2013 AS PER MCA NOTIFICATION DATED 24 MARCH 2021

34.

Financial Ratios	Numerator	Denominator	Ratio (FY 24)	Ratio (FY 23)	Variance#
Current Ratio	Current Assets	Current Liabilities	0.38	31.73	-99%
Debt-Equity Ratio	Debt	Unitholders Equity	0.07	NA	NA
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	9.65	NA	NA
Return on Equity Ratio	Net Profits after taxes	Average Unitholders Equity	0.03	0.04	-20%
Inventory turnover ratio	Cost of Goods sold	Average Inventory	NA	NA	NA
Trade Receivables turnover ratio	Total Income	Average Trade Receivable	NA	NA	NA
Trade payables turnover ratio	Purchases of services and other expenses	Average Trade Payable	4.38	5.30	-17%
Net capital turnover ratio	Total Income	Working Capital	(0.85)	1.61	-153%
Net profit ratio	Net Profit	Total Income	76.71%	91.29%	-16%
Return on Capital employed	Earning before interest and taxes	Capital Employed*	2.83%	4.01%	-29%
Return on investment	Income generated from investments**	Time weighted average investments	0.47%	0.83%	-43%

*Tangible net worth+Debt

**Interest income on investments + dividend

Explanation of variances exceeding 25%

Current Ratio decline due to increase in current liabilities on account of short term borrowings raised during the current year.

Net capital turnover ratio decline due to increase in current liabilities on account of short term borrowings raised during the current year.

Return on Capital employed decline due to increase in capital employed on account of short term borrowings raised during the current year.

Debt equity ratio and Debt service coverage ratio became applicable due to the short term borrowings raised during the current year.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

35 IN ACCORDANCE WITH REGULATION 52(4) OF SEBI (LODR) REGULATION, 2015, THE TRUST HAS DISCLOSED FOLLOWING RATIOS, WHICH IS ALSO DISCLOSED IN CONDENSED STANDALONE FINANCIAL STATEMENT OF BROOKFIELD INDIA REIT:

Financial Ratios	For the year ended 31 March 2024 (Audited)	For the year ended 31 March 2023 (Audited)
Current ratio (in times) (refer note a)	0.38	31.73
Debt-equity ratio (in times) (refer note b)	0.07	NA
Debt service coverage ratio (in times) (refer note c)*	9.65	NA
Interest service coverage ratio (in times) (refer note d)	9.65	NA
Outstanding redeemable preference shares (quantity and value)	NA	NA
Capital redemption reserve/debenture redemption reserve	NA	NA
Net worth (Amounts in ₹ million)	109,815.84	87,840.58
Net profit after tax (Amounts in ₹ million)	2,983.94	3,388.08
Earnings per unit- Basic	7.40	10.11
Earnings per unit- Diluted	7.40	10.11
Long term debt to working capital	NA	NA
Bad debts to Account receivable ratio	NA	NA
Current liability ratio (in times) (refer note e)	1.00	0.40
Total debts to total assets (in times) (refer note f)	0.06	NA
Debtors turnover (in times) (refer note g)	NA	NA
Inventory turnover	NA	NA
Operating margin (in %) (refer note h)	NA	NA
Net profit margin (in %) (refer note i)	77%	91%

* No principle repayment has been made during the period.

Formulae for computation of ratios are as follows basis Standalone financial statements:-

a) Current ratio = Current Assets/Current Liabilities
b) Debt Equity ratio= Total Debt/Total Equity
c) Debt Service Coverage Ratio = (Earnings available for debt service) / (Interest expense+Principle repayments made during the period)
d) Interest Service Coverage Ratio =Earnings available for debt service / Interest expense
e) Current Liability Ratio =Current Liability / Total Liability
f) Total debts to Total assets; =Total debts / Total assets;
g) Debtors turnover = Revenue from operations (Annualized) / Average trade receivable
h) Brookfield REIT's income is earned from its investment in assets SPVs and classified as income from investment activity and therefore, operating margin ratio is not applicable and not disclosed
i) Net profit margin =Profit after tax / Total Income

36 Subsequent to the balance sheet date, On 29 April 2024, Brookfield India REIT has issued and allotted 4,000 commercial papers aggregating to ₹ 2,000.00 million at a face value of ₹ 5,00,000 each, at 7.90% p.a.. The discounted amount raised by Brookfield India REIT through these commercial papers is ₹ 1,870.83 million and the value payable on maturity is ₹2,000.00 million. These commercial papers are listed on BSE on 30 April 2024 and would mature on 14 March 2025.

Standalone Financial Statements

(All amounts are in Rupees millions unless otherwise stated)

Notes to the Standalone Financial Statements

37 "0.00" Represents value less than ₹ 0.01 million.

For and on behalf of the Board of Directors of
Brookprop Management Services Private Limited
(as Manager to the Brookfield India REIT)

Ankur Gupta
Director
DIN No. 08687570
Place: Mumbai
Date: 15 May 2024

Alok Aggarwal
CEO and Managing Director
DIN No. 00009964
Place: New Delhi
Date: 15 May 2024

Amit Jain
Chief Financial Officer
Place: New Delhi
Date: 15 May 2024

Independent Auditor's Report

To
The Unitholders of Brookfield India Real Estate Trust

REPORT ON THE AUDIT OF CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of Brookfield India Real Estate Trust (the "REIT") and its subsidiaries (together referred to as the "Group") which comprise the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income) for the year ended 31 March 2024, the Consolidated Statement of Cash Flows for the year ended 31 March 2024, the Consolidated Statement of Changes in Unitholders' Equity for the year ended 31 March 2024, the Consolidated Statement of Net Assets at fair value as at 31 March 2024, the Consolidated Statement of Total Return at fair value for the year ended 31 March 2024 and the Statement of Net Distributable Cash Flow of the REIT and each of the subsidiaries for the year ended 31 March 2024 as an additional disclosure in accordance with Paragraph 4.6 of Securities Exchange Board of India (SEBI) Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023 along with summary of the material accounting policies and select explanatory notes (together hereinafter referred as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements:

(i) includes the financial information of the following entities:

S. No.	Name of the entities
A	**Parent Entity**
1	Brookfield India Real Estate Trust
B	**Subsidiaries**
1	Shantiniketan Properties Private Limited
2	Candor Kolkata One Hi-Tech Structures Private Limited
3	Festus Properties Private Limited
4	Seaview Developers Private Limited
5	Candor India Office Parks Private Limited
6	Candor Gurgaon One Realty Projects Private Limited
7	Kairos Properties Private Limited (formerly known as Kairos Property Managers Private Limited)

(ii) give the information required by the Securities and Exchange Board of India (Real Estate Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder read with Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/116 dated July 06, 2023 (the "REIT regulations") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended), and other accounting principles generally accepted in India, to the extent not inconsistent with the REIT Regulations, of the consolidated state of affairs of the Group as at 31 March 2024, and its consolidated loss including other comprehensive loss, its consolidated cash flows, consolidated changes in unitholders' equity for the year ended 31 March 2024, its consolidated net assets at fair value as at 31 March 2024, its consolidated total return at fair value for the year ended 31 March 2024 and Statement of Net Distributable Cash Flow of the REIT and each of the subsidiaries for the year ended 31 March 2024 and other information of the REIT.

BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"), issued by Institute of Chartered Accountants of India (the "ICAI"). Our responsibilities under those Standards are further described in the 'Auditor's Responsibility for the Audit of the Consolidated Financial Statements' section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

EMPHASIS OF MATTER

We draw attention to Note 15(a)(i) of the consolidated financial statements, which describes the presentation of "Unit Capital" as "Equity" to comply with REIT Regulations. Our opinion is not modified in respect of this matter.

KEY AUDIT MATTER

Key audit matter is the matter that, in our professional judgment, was of most significance in our audit of the consolidated financial statements of the current period. This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key Audit Matter	Auditor's Response
Fair value of investment properties:	Principal audit procedures performed:
In accordance with REIT Regulations, the REIT discloses Statement of Net Assets at Fair Value and Statement of Total Return at Fair Value, which requires fair valuation of assets. As at 31 March 2024, fair value of total assets was ₹ 307,198.31 million; out of which fair value of investment property is ₹ 292,250.00 million representing 95% of the fair value of total assets. The fair value of investment property is determined by an independent external valuer using discounted cash flow method. While there are several assumptions that are required to determine the fair value of investment property; assumptions with the highest degree of estimate, subjectivity and impact on fair values are forecasted market rent, terminal capitalization rate and discount rate. Auditing these assumptions required a high degree of auditor judgement as the estimates made by the independent external valuer contains significant measurement uncertainty. Refer Consolidated Statement of Net assets at fair value and Consolidated Statement of total return at fair value in the consolidated financial statements.	Our audit procedures related to the forecasted market rent, terminal capitalization rates and discount rate used to determine the fair value of investment property included the following, among others: ▪ We obtained the independent valuer's valuation reports and reviewed the source of information used by the independent valuer in determining these assumptions by comparing the source of information amongst others to market survey performed by property consultant and recent market transaction for comparable properties. ▪ We tested the reasonableness of inputs, shared by management with the independent valuer, by comparing it to source information used in preparing the inputs such as rent rolls (leasing activities of the Group). ▪ We evaluated the reasonableness of management's forecasted market rent by comparing it with sample of lease agreements for ongoing rentals, contractual lease escalations and other market information, as applicable. ▪ With the assistance of our fair valuation specialist, we evaluated the reasonableness of forecasted market rent, terminal capitalization rates and discount rate by comparing it with market information such as recent market transactions for comparable properties, discount rate used by other listed REITs for comparable properties, market surveys by property consultants and non-binding broker quotes, as applicable.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

- Brookprop Management Services Private Limited (the "Manager") acting in its capacity as an Manager of REIT is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements, consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.
- Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors of the Manager (the "Board") is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in unitholder's equity, net asset at fair value, total return at fair value, Net Distributable Cash Flow of the REIT and each of the subsidiaries and other information of the REIT in the conformity with the REIT Regulations, the Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other accounting principles generally accepted in India, to the extent not inconsistent with REIT Regulations.

The Board and the respective Board of Directors of the subsidiaries included in the Group are responsible for maintenance of adequate accounting records for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error which have been used for the purpose of preparation of the consolidated financial statements by the Board of the Manager, as aforesaid.

In preparing the consolidated financial statements, the management and Board of the Manager and the respective management and the Board of Directors of the subsidiaries included in the Group is responsible for assessing the ability of the REIT and respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board and the respective Board of Directors of the subsidiaries included in the Group either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The Board and the respective Board of Directors of the subsidiaries included in the Group is also responsible for overseeing the financial reporting process of Group.

AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management of the Manager.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial information of such entities included in the consolidated financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the REIT and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Based on our audit and as required by REIT regulations, we report that:

a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows, Consolidated Statement of Changes in Unitholders' Equity, Statement of Net Assets at fair value, Statement of Total Return at fair value and the Statement of Net Distributable Cash Flow of the REIT and each of the subsidiaries dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.

c) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rule, 2015 (as amended), and other accounting principles generally accepted in India, to the extent not inconsistent with REIT Regulations.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Reg. No. 015125N)

Anand Subramanian
(Partner)
(Membership No. 110815)
(UDIN: 24110815BKFIED8305)

Place: Bengaluru
Date: 15 May 2024